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March 20, 2000

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Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

W-7943

Re: Filing of Limited Liability Company - BPT, LLC
Our File No. 2000-1270

Dear Sir or Madam:

Please find enclosed the following:

1. Original Articles Of Organization for BPT, LLC, with attached Affidavit Of Membership And Contributions;
2. Check payable to the Florida Department of State in the amount of \$155.00, representing the filing fee of \$125.00 and \$30.00 for a certified copy of the same.

Please return the certified copy of the Articles Of Organization in the enclosed self-addressed, stamped envelope.

Thank you for your consideration with regards to the above matters and if you have any questions regarding same, please advise.

Very truly yours,



JON JAY FERDINAND
For the Firm
JJF:dm
Encl.

FILED
MAR 29 PM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtu
3/29

cc: client (without enclosure)



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 24, 2000

FERDINAND & SULLIVAN, P.A.
100 W. CYPRESS CREEK RD
STE 910
FORT LAUDERDALE, FL 33309-2112

SUBJECT: BPT, LLC
Ref. Number: W00000007943

We have received your document for BPT, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 400A00016451

00 MAR 29 PM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF ORGANIZATION

OF

BPT, LLC

Under the Florida Limited Liability Company Act

ARTICLE I

NAME

The name of this limited liability company is BPT, LLC (hereinafter "the Company").

ARTICLE II

MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company is 6300 S.W. 7th Street, Margate, Florida 33068.

ARTICLE III

DURATION

The period of duration for the Company is perpetual, except that the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, shall dissolve the Company unless a majority in interest of the remaining members consent in writing to the continuation of the business of the Company.

ARTICLE IV

REGISTERED AGENT AND OFFICE

The Company's initial registered agent in Florida is Ferdinand & Sullivan, P.A., whose address is 100 W. Cypress Creek Road, Suite 910, Fort Lauderdale, FL 33309.

FILED
MAR 29 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
MANAGEMENT

The Company is to be managed by a Manager. The person who will serve as Manager until the first annual meeting of members or until his successor is elected and qualified is:

HUDSON THOMAS
6300 S.W. 7th Street
Margate, FL 33068

ARTICLE VI
MEMBERS CANNOT BIND THE COMPANY

This Company is managed exclusively by a Manager, and members have no authority to bind it.

ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS

Members of the Company have the right to admit new members only upon the written consent of all existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted. An assignee of a member's interest in the Company may become a member only if all existing members consent in writing.

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00 MAR 29 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII
INVOLUNTARY ASSIGNMENT OF MEMBER INTEREST

In the event that a Member's interest in the Company is taken involuntarily, by levy, foreclosure, charging order, execution, or other similar proceeding, the Company shall not dissolve. The assignee of the Member's interest shall be entitled to no more than to receive the profits and losses attributable to said interest and shall not be entitled to participate in any respect in the management or administration of the Company's business or affairs.

ARTICLE IX
LIMITATION ON MEMBER WITHDRAWAL

No Member of the Company has the right to withdraw or reduce his capital contribution to the Company except upon the written consent of all existing members.

ARTICLE X
BUSINESS PURPOSE

The purpose of the Company is to engage in any lawful act or activity for which a limited liability company may be organized under the Florida Limited Liability Company Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on March 15, 2000.


HUDSON THOMAS


FILED
00 MAR 29 PM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for BPT, LLC, the above stated limited liability company at the place designated in the foregoing Articles of Organization, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent as provided for in Chapter 608, F.S..

FERDINAND & SULLIVAN, P.A.

Dated: March 15, 2000

By: 
JON JAY FERDINAND
Vice President